Amendments to the Claims:

The listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims

1 - 12. (Canceled)

13. (Currently Amended) A compound represented by Formula (I) or pharmaceutically acceptable salts thereof:

$$\mathbb{R}^4$$
 $\mathbb{C}H_2$
 \mathbb{N}
 \mathbb{R}^2
 \mathbb{R}^4
 $\mathbb{C}H_2$
 \mathbb{N}
 \mathbb{R}^3
 $\mathbb{C}H_2$
 \mathbb{N}
 \mathbb{R}^3

(I)

wherein:

$$R^1$$
 is -H,

 C_{1-12} alkyl optionally substituted with 1, 2 or 3 groups independently selected from halogen, hydroxyl, thiol, C_{1-4} alkoxy or C_{1-4} alkylthio, or

$$R^2$$
 is -H,

-OH,

-C(O)-NH₂,

-NH₂,

-NH-Q-V-T, wherein Q is -C(O)-, -C(O)-NH-, -C(O)O-, or -SO₂-;

 $V is H, aryl, aryl-C_{1-12}alkyl, diaryl-C_{1-12}alkyl, lactonyl, or C_{1-18}alkyl optionally substituted with halogen, hydroxyl, C_{1-4}alkoxy, -C(O)OC_{1-4}alkyl, -OC(O)C_{1-4}alkyl, aryl-C_{1-4}alkoxy, aryloxy, or SO_2C_{1-4}alkyl; and aryl-C_{1-12}alkyl, aryl-C_{1-13}alkyl, aryl-C_{1-14}alkyl, aryl-C_{1-14}alkyl, aryl-C_{1-14}alkyl, aryl-C_{1-15}alkyl, aryl-$

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T is H, halogen, C_{1-5} alkyl, C_{1-4} alkoxy, nitro, aryl, aryl- C_{1-4} alkyl, or aryloxy unless V is H in which case T is absent; or

linked back to the aromatic ring so as to form a fused bicyclic compound represented by Formula (Ia)

whereinD is O or S; and

E is O, S, NR⁵, C(R⁵)₂, O-CR⁵₂, NR⁵-CR⁵₂, NR⁵-CO, CR⁵₂-O, CR⁵₂-S(O)_r, CR⁵₂-NR⁵, CR⁵₂-CR⁵₂, CO-NR⁵, or CR⁵=CR⁵;

unless X is N in which case R2 is absent

R³ is H, halogen, C₁₋₄alkyl optionally substituted with from 1 to 3 fluorine atoms, cyano, CF₃, OC₁₋₄alkyl, aryloxy, arylC₁₋₄alkyl, arylC₁₋₄alkoxy, C₃₋₁₀cycloalkoxy, carboxy, carbonamido, -CO-, -CO₂H, -NH₂, NH-C₁₋₄alkyl, aryl, hydroxy, -SO₂NH₂, -SO₂NHC₁₋₄alkyl, or -C₁₋₄alkyl-OH;

R⁴ is H, halogen, C₁₋₄alkyl optionally substituted with from 1 to 3 fluorine atoms, cyano, CF₃, OC₁₋₄alkyl, aryloxy, arylC₁₋₄alkyl, arylC₁₋₄alkoxy, C₃₋₁₀cycloalkoxy, carboxy, carbonamido, -CO-, -CO₂H, -NH₂, NH-C₁₋₄alkyl, aryl, hydroxy, -SO₂NH₂, -SO₂NHC₁₋₄alkyl, or -C₁₋₄alkyl-OH;

R⁵ is each independently H or C₁₋₄alkyl;

X is C or N;

W is C or N;

W' is C or N;

Y is C or N;

Y' is C or N;

provided that there are no more than two N atoms in the aryl ring;

m is $\frac{1}{1}$, $\frac{2}{1}$, or $\frac{3}{1}$;

n is $\frac{1}{1}$, $\frac{2}{1}$, or $\frac{3}{1}$; and

the sum of m and n is 4;

provided that when X, W, W', Y and Y' are all C and R³ and R⁴ are H, R² may not be -OH; and that

when one of X, Y and Y' is N and R³ and R⁴ are H, R² may not be H; and that when R^2 is H, OH or NH_2 and R^3 and R^4 are H, R^1 may not be aryl- C_{1-4} alkyl; and excluding compounds represented by Formula I'' or pharmaceutically acceptable salts thereof:

$$R^4$$
 S
 $(CH_2)_n$
 R
 $(CH_2)_m$
 NR^1

(I'')

wherein:

 R^3 is

R¹, X, Y, m and n are as defined above

R² is -H,

-NH₂

-NH-Q-V-T, wherein Q is -C(O)- or -SO₂- and

V and T are as defined above;

unless X is N in which case R2 is absent

H, halogen, C₁₋₄alkyl, OC₁₋₄alkyl, -NH₂, NH-C₁₋₄alkyl, or hydroxy;

R⁴ is H, halogen, C_{1-4} alkyl, OC_{1-4} alkyl, CO_2 H, -NH₂, NH- C_{1-4} alkyl, or hydroxy.

14. (Original) A compound as claimed in claim 13 wherein

R¹ is -H, or

C₁₋₁₂alkyl optionally substituted with 1, 2 or 3 groups independently selected from halogen, hydroxyl, thiol, C_{1-4} alkoxy or C_{1-4} alkylthio.

> 15. (Original) A compound as claimed in claim 13 or claim 14, wherein R² is -H,

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-C(O)-NH₂,

-NH₂,

-NH-Q-V-T as defined in claim 13: or

linked back to the aromatic ring so as to form a fused bicyclic compound represented by Formula (Ia) as defined in claim 13;

unless X is N in which case R2 is absent.

16. (Original) A compound as claimed in any one of claims 13 to 15, wherein R^2 is $-C(O)-NH_2$,

-NH-Q-V-T as defined in claim 13; or

linked back to the aromatic ring so as to form a fused bicyclic compound represented by Formula (Ia) as defined in claim 13;

unless X is N in which case R² is absent.

17. (Previously presented) A compound as claimed in any one of claims 13 to 14, wherein R^2 is $-C(O)-NH_2$,

V is as defined in claim 13; and

T is as defined in claim 13; or

linked back to the aromatic ring so as to form a fused bicyclic compound represented by Formula (Ia) as defined in claim 13;

unless X is N in which case R² is absent.

18. (Currently Amended) A compound as claimed in claim 13 which is represented by Formula (II) or pharmaceutically acceptable salts thereof:

$$R^4$$
 X
 Y
 $CH_2)_m$
 NR^1

wherein:

X is C or N;

Y is C or N

m is $\frac{1}{2}$, $\frac{2}{2}$, $\frac{3}{2}$; and

W is C or N, provided that both X and Y are not N;

```
R<sup>1</sup> is
                                -H; or
                                 C<sub>1-12</sub> alkyl optionally substituted with 1, 2 or 3 groups independently selected from
                                 halogen, hydroxyl, thiol, C<sub>1-4</sub> alkoxy or C<sub>1-4</sub> alkylthio; or
                                 aryl-C<sub>1-4</sub> alkyl;
                      R<sup>2</sup> is
                                -H;
                                 -OH;
                                 -C(O)-NH<sub>2</sub>
                                 -NH<sub>2</sub>;
                                 -NH-Q-V-T
                      Q is
                                 -C(O)-;
                                 -C(O)-NH-;
                                 -C(O)O-; or
                                 -SO<sub>2</sub>-
                      V is
                                 aryl;
                                 aryl-C<sub>1-12</sub> alkyl;
                                 diaryl-C<sub>1-12</sub> alkyl;
                                 lactonyl; or
                                 C<sub>1-18</sub> alkyl optionally substituted with halogen, hydroxyl, C<sub>1-4</sub> alkoxy, -C(O)OC<sub>1-4</sub>
                                 alkyl, -OC(O)C<sub>1-4</sub> alkyl, aryl-C<sub>1-4</sub> alkoxy, aryloxy, SO<sub>2</sub>C<sub>1-4</sub> alkyl;
                      T is
                                 H;
                                 halogen;
                                 aryl;
                                 aryl-C<sub>1-4</sub> alkyl; or
                                 aryloxy;
unless X is N in which case R<sup>2</sup> is absent
                     R^3 and R^4 are each independently selected from H, halogen, C_{1-4} alkyl, cyano, CF_3, OC_{1-4}
                      alkyl, aryloxy, arylC<sub>1-4</sub>alkoxy, C<sub>3-10</sub> cycloalkoxy, carboxy, carbonamido, -CO-, -CO<sub>2</sub>H, -NH<sub>2</sub>,
                     NH-C_{1-4} alkyl, aryl, hydroxy, -SO_2NH_2, -SO_2NHC_{1-4} alkyl, -C_{1-4} alkyl-OH;
```

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n is $\frac{1}{2}$, or $\frac{3}{2}$; and

the sum of m and n is 4.

19. (Original) A compound as claimed in claim 18 wherein R¹ is H; C₁₋₆ alkyl optionally

substituted with 1 or 2 hydroxyl groups; or aryl-C₁₋₄ alkyl.

20. (Original) A compound as claimed in claim 19 wherein R¹ is benzyl, p-methoxybenzyl,

furanylmethyl, imidazolylmethyl, pyridinylmethyl, thienylmethyl, pyridylmethyl, N-hydroxypyridylmethyl or

thiazolylmethyl.

21. (Original) A compound as claimed in any one of claims 18 to 20 wherein R² is H, R³ is

carbonamido (-CONH₂) or C₁₋₄ alkyl-OH, and R⁴ is H, C₁₋₄alkyl, CF₃, halogen or cyano.

22. (Original) A compound as claimed in any one of claims 18 to 20 wherein R² is OH, and

R³ and R⁴ each independently represent H, C₁₋₄alkyl, CF₃ cyano or halogen.

23. (Original) A compound as claimed in any one of claims 18 to 20 wherein R² is of

formula –NH-Q-V-T; T is H and R³ and R⁴ each independently represent H, methyl, CF₃, chloro- or cyano-.

24. (Original) A compound as claimed in any one of claims 18 to 20 wherein R² is of

formula -NH-SO₂-V-T; V is aryl, -C₁₋₁₂ alkyl or aryl-C₁₋₁₂ alkyl; R³ is H, methyl, CF₃ Cl or cyano and R⁴

is H.

25. (Original) A compound as claimed in any one of claims 18 to 20 wherein R² is of

formula –NH-SO₂-V-T, V is selected from C₁₋₁₂ alkyl, phenyl, naphthyl, thienyl, oxazolyl, isoxazolyl, or

phenyl(CH=CH)-, optionally substituted with 1, 2, 3 or 4 substituents selected from:

 $-NO_2$;

halogen;

 $-CF_3$;

C₁₋₁₂ alkoxy;

 C_{1-12} alkylthio;

 C_{1-12} alkyl;

C₁₋₄ alkylsulfonyl;

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```
-CN;
-OCF<sub>3</sub>;
-C(O)OC_{1-4} alkyl;
-OCH<sub>2</sub>CF<sub>3</sub>;
-NHC(O) C_{1-4} alkyl.
```

26. (Original) A compound as claimed in any one of claims 18 to 20 wherein R² is of formula –NH-SO₂-V-T, T is selected from H; or diazole, oxazole, isoxazole, phenyl or phenoxy, optionally substituted with 1, 2, 3 or 4 substituents selected from

```
-NO<sub>2</sub>;
halogen;
-CF_3;
C_{1-12} alkoxy;
C_{1-12} alkylthio;
C_{1-12} alkyl;
C<sub>1-4</sub> alkylsulfonyl;
-CN;
-OCF<sub>3</sub>;
-C(O)OC_{1-4} alkyl;
-OCH<sub>2</sub>CF<sub>3</sub>;
-NHC(O) C_{1-4} alkyl.
```

27. (Original) A compound as claimed in any one of claims 18 to 20 wherein R² is of formula -NH-SO₂-V-T, V is selected from 3-chloro-4-methylphenyl, 3-chlorophenyl, 3-methoxyphenyl, 4bromophenyl, 4-methoxyphenyl, 4-methylphenyl, naphthyl, 2,4,6-trimethylphenyl, phenyl(CH=CH)-, 4chlorophenyl, 2-chlorophenyl, 2,5-dichlorothien-3-yl, 2,5,6-trimethyl-4-methoxyphenyl, 4-methoxyphenyl, 2,3,4-trifluorophenyl, 3-cyanophenyl, 2-methoxycarbonylthien-3-yl or 4-pentylphenyl and T is H.

28. (Original) A compound as claimed in any one of claims 18 to 20 wherein R² is of formula –NH-SO₂-V-T, T is 2-chloro-5-nitrophenoxy and V is phenyl.

29. (Original) A compound as claimed in any one of claims 18 to 20 wherein R² is of formula -NH-C(O)-V-T wherein V is selected from

```
aryl; aryl-C_{1-12} \, alkyl; \\ diaryl-C_{1-12} \, alkyl; \\ lactonyl; or \\ C_{1-18} \, alkyl \, optionally \, substituted \, with \, halogen, \, hydroxyl, \, C_{1-4} \, alkoxy, \, C(O)OC_{1-4} \, alkyl, \, OC(O)C_{1-4} \, alkyl, \, aryl-C_{1-4} \, alkoxy, \, aryloxy.
```

30. (Original) A compound as claimed in any one of claims 18 to 20 wherein R^2 is of formula –NH-C(O)-V-T, and V is selected from C_{1-12} alkyl, phenyl, phenyl- C_{1-12} alkyl, diphenylmethyl, naphthyl, furanyl, thienyl, diazolyl, pyridinyl, thiazolyl, benzothienyl, fluorenyl, oxazolyl or isoxazolyl, optionally substituted with 1, 2, 3 or 4 substituents independently selected from

```
-NO<sub>2</sub>;
halogen;
-CF<sub>3</sub>;
C<sub>1-12</sub> alkoxy;
C<sub>1-12</sub> alkylthio;
C<sub>1-12</sub> alkyl;
C<sub>1-4</sub> alkylsulfonyl;
-CN;
-OCF<sub>3</sub>;
-C(O)O-C<sub>1-4</sub> alkyl;
-OCH<sub>2</sub>CF<sub>3</sub>.
```

31. (Original) A compound as claimed in any one of claims 18 to 20 wherein R^2 is of formula –NH-C(O)-V-T, T is selected from

Η;

halogen; or

diazole, oxazole, isoxazole, phenyl, phenoxy or benzodioxanyl optionally substituted with 1,

2, 3 or 4 substituents selected from

 $-NO_2$;

halogen;

 $-CF_3$;

C₁₋₁₂ alkylthio;

C₁₋₁₂ alkoxy; C₁₋₁₂ alkyl; C₁₋₄ alkylsulfonyl; -CN; -OCF₃; -C(O)O-C₁₋₄ alkyl.

32. (Original) A compound as claimed in any one of Claims 18 to 20 wherein R² is of formula –NH-C(O)N-V-T wherein V is selected from

 C_{1-18} alkyl optionally substituted with halogen, hydroxyl, C_{1-4} alkoxy, $C(O)OC_{1-4}$ alkyl, $OC(O)C_{1-4}$ alkyl, aryl- C_{1-1} alkoxy, aryloxy;

aryl; or aryl-C₁₋₁₂ alkyl.

33. (Original) A compound as claimed in any one of claims 18 to 20 wherein R^2 is of formula –NH-C(O)NH-V-T, V is selected from phenyl, phenyl- C_{1-12} alkyl or naphthyl optionally substituted with 1, 2, 3 or 4 substituents selected from

-NO₂; halogen; -CF₃; C₁₋₁₂ alkylthio; C₁₋₁₂ alkoxy; C₁₋₁₂ alkyl; C₁₋₄ alkylsulfonyl; -CN; -OCF₃; -C(O)O-C₁₋₄ alkyl.

34. (Original) A compound as claimed in any one of claims 18 to 20 wherein R² is of formula –NH-C(O)O-V-T, wherein V is selected from

 C_{1-18} alkyl optionally substituted with halogen, hydroxyl, C_{1-4} alkoxy, $C(O)OC_{1-4}$ alkyl, $OC(O)C_{1-4}$ alkyl, aryl- C_{1-4} alkoxy, aryloxy; aryl; or

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aryl- C_{1-12} alkyl.

35. (Currently Amended) A compound as claimed in any one of claims 18 to 20 wherein R^2 is of formula –NH-C(O)O-V-T, preferably V is selected from phenyl or phenyl- C_{1-12} alkyl optionally substituted with 1, 2, 3 or 4 substituents selected from

 $-NO_2$;

halogen;

 $-CF_3$;

C₁₋₁₂ alkylthio;

 C_{1-12} alkoxy;

 C_{1-12} alkyl;

 C_{1-4} alkylsulfonyl;

-CN;

-OCF₃;

- $C(O)O-C_{1-4}$ alkyl; or

-OCH₂CF₃.

36. (Original) A compound as claimed in claim 13 wherein R² is of formula -NH-C(O)-V-T

wherein

V is H, C₁₋₆alkyl, C₃₋₆cycloalkyl, aryl or aryl-C₁₋₁₂alkyl; and

T is H, halogen, C₁₋₅alkyl, C₁₋₄alkoxy, nitro, aryl, aryl-C₁₋₄alkyl, or aryloxy unless V is H in which case T is absent.

37. (Original) A compound as claimed in claim 36

wherein

V is H, C₁₋₆alkyl or C₃₋₆cycloalkyl, and

T is H unless V is H in which case T is absent.

38. (Original) A compound as claimed in claim 36

wherein

V is aryl or aryl- C_{1-12} alkyl, and

T is H, halogen, C_{1-5} alkyl, C_{1-4} alkoxy, nitro, aryl, aryl- C_{1-4} alkyl, or aryloxy.

39. (Original) A compound as claimed in claim 38

wherein

V is phenyl, pyridyl, thienyl, thiazolyl, thiadiazolyl, or phenyl-C₁₋₆alkyl; and

T is H, halogen, C₁₋₅alkyl, C₁₋₄alkoxy, nitro, aryl, aryl-C₁₋₄alkyl, or aryloxy.

40. (Currently Amended) A compound as claimed in claim 13

wherein

 R^1 is -H,

 C_{1-12} alkyl optionally substituted with 1, 2 or 3 groups independently selected from halogen, hydroxyl, thiol, C_{1-4} alkoxy or C_{1-4} alkylthio, or aryl- C_{1-4} alkyl;

 R^2 is -NH₂, or

-NH-Q-V-T, wherein Q is -C(O)-, -C(O)-NH-, -C(O)O-, or -SO₂-;

V is H, aryl, aryl- C_{1-12} alkyl, diaryl- C_{1-12} alkyl, lactonyl, or C_{1-18} alkyl optionally substituted with halogen, hydroxyl, C_{1-4} alkoxy, - $C(O)OC_{1-4}$ alkyl, - $OC(O)C_{1-4}$ alkyl, aryl- C_{1-4} alkoxy, aryloxy, or SO_2C_{1-4} alkyl; and

T is H, halogen, aryl, aryl-C₁₋₄alkyl, or aryloxy unless V is H in which case T is

absent,

R³ is H, halogen, C₁₋₄alkyl optionally substituted with from 1 to 3 fluorine atoms, cyano, CF₃, OC₁₋₄alkyl, aryloxy, arylC₁₋₄alkyl, arylC₁₋₄alkoxy, C₃₋₁₀cycloalkoxy, carboxy, carbonamido, -CO-NH-C₁₋₄alkyl, aryl, hydroxy, -SO₂NH₂, -SO₂NHC₁₋₄alkyl, or -C₁₋₄alkyl-OH;

R⁴ is H, halogen, C₁₋₄alkyl optionally substituted with from 1 to 3 fluorine atoms, cyano, CF₃, OC₁₋₄alkyl, aryloxy, arylC₁₋₄alkyl, arylC₁₋₄alkoxy, C₃₋₁₀cycloalkoxy, carboxy, carbonamido, -CO-NH-C₁₋₄alkyl, aryl, hydroxy, -SO₂NH₂, -SO₂NHC₁₋₄alkyl, or -C₁₋₄alkyl-OH;

X is C;

W is C or N;

W' is C or N;

Y is C or N;

Y' is C or N;

provided that there are not more than two N atoms in the aryl ring and provided that at least one of W, W', Y or Y' is N;

m is $\frac{1}{2}$, $\frac{2}{2}$, or $\frac{3}{2}$; and

n is 1, 2, or 3; and

the sum of m and n is 4.

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41. (Original) A compound as claimed in claim 40

wherein

W is C;

W' is C;

Y' is C; and

Y is N.

42. (Original) A compound as claimed in claim 40

wherein

W is N;

W' is C;

Y' is C; and

Y is C.

43. (Original) A compound as claimed in any one of claims 40 to 42 wherein R^2 is -NH₂.

44. (Original) A compound as claimed in any one of claims 40 to 42

wherein

 R^2 is -NH-Q-V-T, wherein Q is -C(O)-, -C(O)-NH-, -C(O)O-, or -SO₂-;

V is H, aryl, aryl- C_{1-12} alkyl, diaryl- C_{1-12} alkyl, lactonyl, or C_{1-18} alkyl optionally substituted with halogen, hydroxyl, C_{1-4} alkoxy, - $C(O)OC_{1-4}$ alkyl, - $OC(O)C_{1-4}$ alkyl, aryl- C_{1-4} alkoxy, aryloxy, or SO_2C_{1-4} alkyl; and T is H, halogen, aryl, aryl- C_{1-4} alkyl, or aryloxy unless V is H in which case T is absent.

45. (Original) A compound as claimed in claim 44 wherein Q is $-SO_2$ - or -CO-.

46. (Currently Amended) A compound as claimed in Claim 13

wherein:

 R^1 is -H,

 C_{1-12} alkyl optionally substituted with 1, 2 or 3 groups independently selected from halogen, hydroxyl, thiol, C_{1-4} alkoxy or C_{1-4} alkylthio, or aryl- C_{1-4} alkyl;

R² is linked back to the aromatic ring so as to form a fused bicyclic compound represented by Formula (Ia)

$$D = \begin{pmatrix} E & Y' & S & (CH_2)_n \\ W & R^3 & (CH_2)_m & NR^1 \end{pmatrix}$$

(Ia)

whereinD is O or S; and

E is O, S, NR^5 , or $C(R^5)_2$,

R³ is H, halogen, C₁₋₄alkyl optionally substituted with from 1 to 3 fluorine atoms, cyano, CF₃, OC₁₋₄alkyl, aryloxy, arylC₁₋₄alkyl, arylC₁₋₄alkoxy, C₃₋₁₀cycloalkoxy, carboxy, carbonamido, -CO-NH-C₁₋₄alkyl, aryl, hydroxy, -SO₂NH₂, -SO₂NHC₁₋₄alkyl, or -C₁₋₄alkyl-OH;

R⁴ is H, halogen, C₁₋₄alkyl optionally substituted with from 1 to 3 fluorine atoms, cyano, CF₃, OC₁₋₄alkyl, aryloxy, arylC₁₋₄alkyl, arylC₁₋₄alkoxy, C₃₋₁₀cycloalkoxy, carboxy, carbonamido, -CO-NH-C₁₋₄alkyl, aryl, hydroxy, -SO₂NH₂, -SO₂NHC₁₋₄alkyl, or -C₁₋₄alkyl-OH;

R⁵ is each independently H or C₁₋₄alkyl;

X is C;

W is C or N;

W' is C;

Y is C or N;

Y' is C or N;

provided that there are no more than two N atoms in the aryl ring,

m is $\frac{1}{2}$, or $\frac{3}{2}$; and

n is $\frac{1}{2}$, or $\frac{3}{2}$; and

the sum of m and n is 4.

47. (original) A compound as claimed in Claim 46 wherein E is O or NR⁵.

48. (currently amended) A compound as claimed in Claim 46 or 47 wherein R^5 is/are each independently H or C_{1-4} alkyl.

49. (currently amended) A compound as claimed in Claim 13

wherein:

 R^1 is -H,

 $C_{1\text{--}12}$ alkyl optionally substituted with 1, 2 or 3 groups independently selected from halogen, hydroxyl, thiol, $C_{1\text{--}4}$ al

koxy or C₁₋₄alkylthio, or aryl-C₁₋₄alkyl;

R² is linked back to the aromatic ring so as to form a fused bicyclic compound represented by Formula (Ia)

$$D = \underbrace{\begin{array}{c} R^4 \\ Y' \\ N \\ H \end{array}}_{N} S \underbrace{(CH_2)_m}_{NR} NR^1$$

$$(Ia)$$

whereinD is O or S; and

E is O-CR⁵₂, NR⁵-CR⁵₂, NR⁵-CO, CR⁵₂-O, CR⁵₂-S(O)_r, CR⁵₂-NR⁵, CR⁵₂-CR⁵₂, CO-NR⁵, or CR⁵=CR⁵;

- R³ is H, halogen, C₁₋₄alkyl optionally substituted with from 1 to 3 fluorine atoms, cyano, CF₃, OC₁₋₄alkyl, aryloxy, arylC₁₋₄alkyl, arylC₁₋₄alkoxy, C₃₋₁₀cycloalkoxy, carboxy, carbonamido, -CO-NH-C₁₋₄alkyl, aryl, hydroxy, -SO₂NH₂, -SO₂NHC₁₋₄alkyl, or -C₁₋₄alkyl-OH;
- R⁴ is H, halogen, C₁₋₄alkyl optionally substituted with from 1 to 3 fluorine atoms, cyano, CF₃, OC₁₋₄alkyl, aryloxy, arylC₁₋₄alkyl, arylC₁₋₄alkoxy, C₃₋₁₀cycloalkoxy, carboxy, carbonamido, -CO-NH-C₁₋₄alkyl, aryl, hydroxy, -SO₂NH₂, -SO₂NHC₁₋₄alkyl, or -C₁₋₄alkyl-OH;

R⁵ is each independently H, C₁₋₄alkyl;

X is C;

W is C or N;

W' is C;

Y is C or N;

Y' is C or N;

provided that there are no more than two N atoms in the aryl ring;

m is 1, 2, or 3; and

n is $\frac{1}{2}$, or $\frac{3}{2}$; and

the sum of m and n is 2, 3, 4, 5, or 6.

- 50. (original) A compound as claimed in Claim 49 wherein E is O-CR⁵₂, NR⁵-CR⁵₂, NR⁵-CR⁵₂, or CR⁵=CR⁵.
- 51. (original) A compound as claimed in Claim 49 or 50 wherein E is O-CR⁵₂, NR⁵-CO, or CR⁵=CR⁵.
- 52. (previously presented) A compound as claimed in any one of Claims 49 to 50 wherein R^5 is/are each independently H or C_{1-4} alkyl.
 - 53. (canceled)
- 54. (previously presented) A compound as claimed in any one of claims 18 to 20 wherein m is 2 and n is 2.
- 55. (previously presented) A compound as claimed in any one of claims 18 to 20 wherein X, Y and W are C.
 - 56. (canceled)
 - 57. (canceled)